

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	Chapter 11
	:	
NORTHWESTERN CORPORATION,	:	Bankr. Case No. 03-12872 (JLP)
	:	
Debtor.	:	
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MAGTEN ASSET MANAGEMENT CORP.,	:	Civil Case No. 04-1279 (JJF)
	:	
Appellant,	:	
	:	
v.	:	
	:	
PAUL HASTINGS JANOFSKY & WALKER LLP,	:	
	:	
Appellee.	:	

NOTICE OF WITHDRAWAL AND SUBSTITUTION OF COUNSEL

PLEASE TAKE NOTICE that Scott D. Cousins, Esquire is no longer with the firm of Greenberg Traurig, LLP, counsel for Debtor, Northwestern Corporation, and hereby should be removed from all service lists as counsel to Northwestern Corporation.

PLEASE ENTER the appearances of Victoria W. Counihan, Esquire and Dennis A. Meloro, Esquire of Greenberg Traurig, LLP as counsel for Northwestern Corporation.

Dated: January 26, 2006

GREENBERG TRAURIG, LLP

/s/ Victoria W. Counihan
Victoria W. Counihan (No. 3488)
Dennis A. Meloro (No. 4435)
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(302) 661-7000

CERTIFICATE OF SERVICE

I, Victoria W. Counihan, hereby certify that on the 26th day of January, 2006, a true and correct copy of the *Notice of Withdrawal and Substitution of Counsel* was served upon the parties listed below via First Class, United States Mail.

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Dated: January 26, 2006

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